



**MARVEL**  
**COMICS**

**MAXIMUM CARNAGE**

**WEB OF  
SPIDER-MAN**

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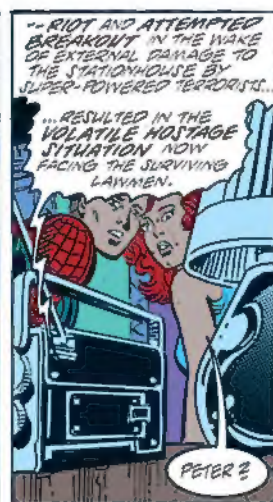
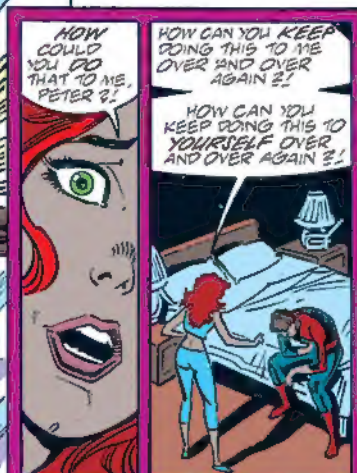
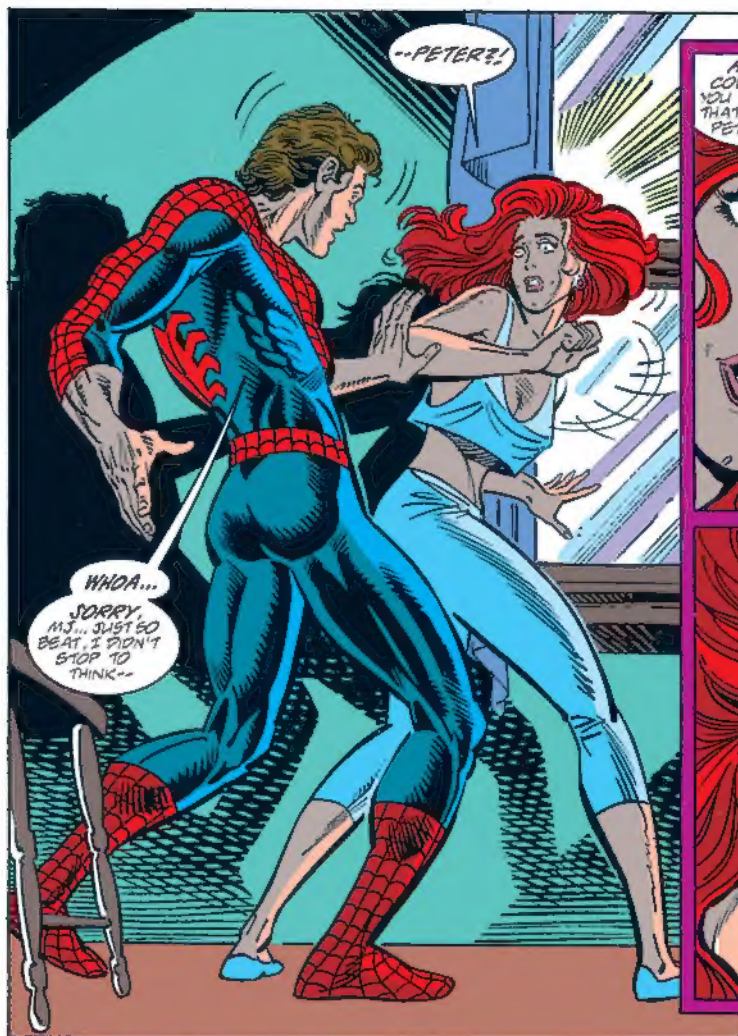
**\$1.25 US**  
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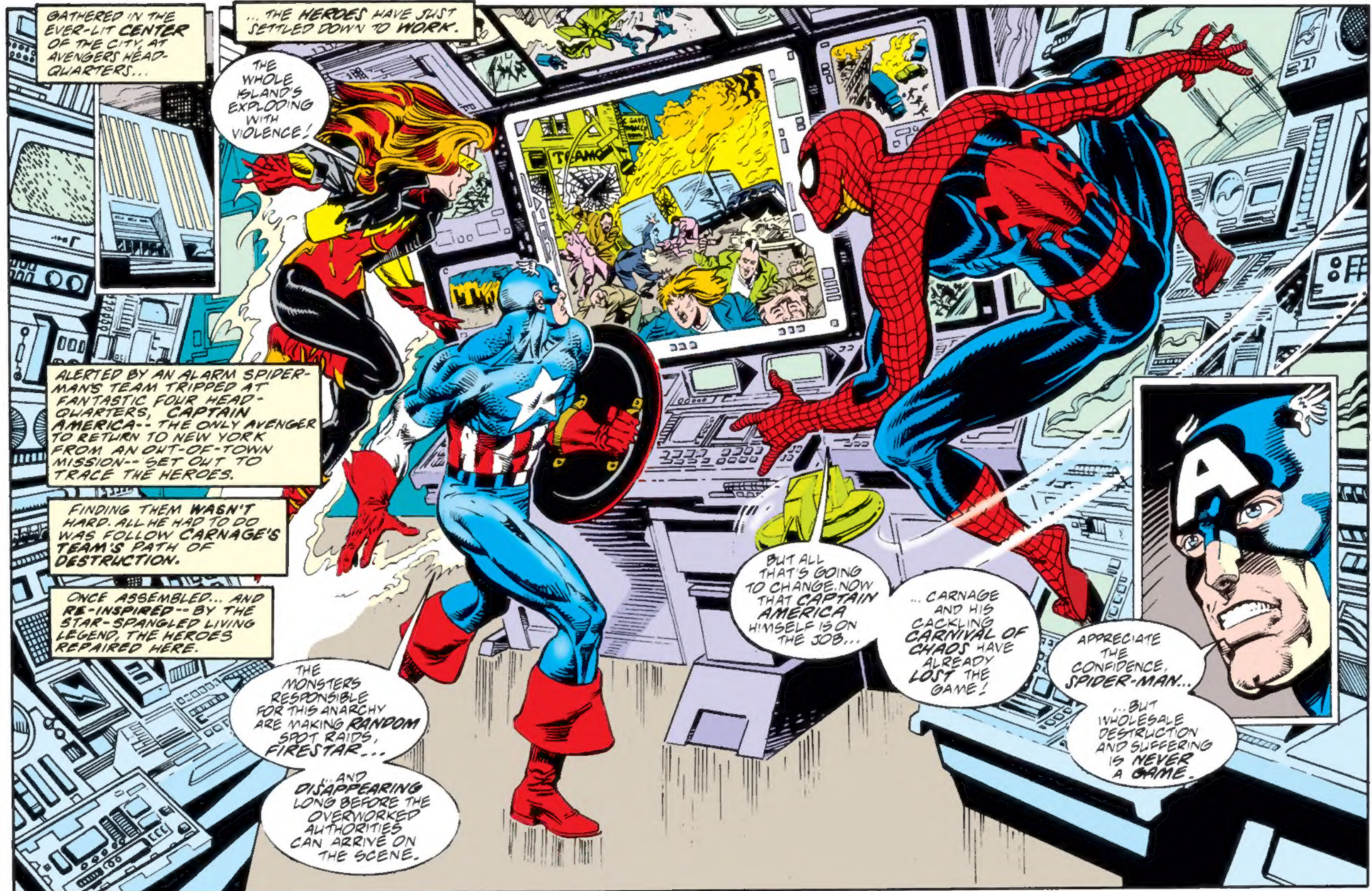
APPROVED  
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A. SAVILIK









GATHERED IN THE EVER-LIT CENTER OF THE CITY AT AVENGERS HEAD-QUARTERS...

... THE HEROES HAVE JUST SETTLED DOWN TO WORK.

THE WHOLE ISLAND'S EXPLODING WITH VIOLENCE!

ALERTED BY AN ALARM SPIDER-MAN'S TEAM TRIPPED AT FANTASTIC FOUR HEAD-QUARTERS-- CAPTAIN AMERICA-- THE ONLY AVENGER TO RETURN TO NEW YORK FROM AN OUT-OF-TOWN MISSION-- SET OUT TO TRACE THE HEROES.

FINDING THEM WASN'T HARD. ALL HE HAD TO DO WAS FOLLOW CARNAGE'S TEAM'S PATH OF DESTRUCTION.

ONCE ASSEMBLED... AND RE-INSPIRED-- BY THE STAR-SPANGLED LIVING LEGEND, THE HEROES REPAIRED HERE.

THE MONSTERS RESPONSIBLE FOR THIS ANARCHY ARE MAKING RANDOM SPOT RAIDS, FIRESTAR...

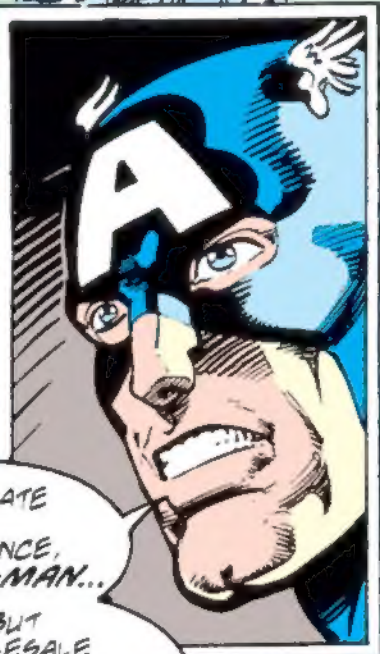
... AND DISAPPEARING LONG BEFORE THE OVERWORKED AUTHORITIES CAN ARRIVE ON THE SCENE.

BUT ALL THAT'S GOING TO CHANGE NOW THAT CAPTAIN AMERICA HIMSELF IS ON THE JOB...

... CARNAGE AND HIS CACKLING CARNIVAL OF CHAOS HAVE ALREADY LOST THE GAME!

APPRECIATE THE CONFIDENCE, SPIDER-MAN...

... BUT WHOLESAL DESTRUCTION AND SUFFERING IS NEVER A GAME.







WHAT'S LEFT OF MY BATTERED ROB ARE A PAINFUL REMINDER OF THAT, CAP...

...BUT SOME OF US ARE AFRAID TO ADMIT JUST HOW DEADLY SERIOUS THIS HAS BECOME.

THERE'S NO PATTERN TO THEIR MADNESS, SO WE'RE BETTER OFF FOCUSING ON A MORE POSITIVE APPROACH TO...

TEK

INTERESTING...

FIRESTAR, IF YOU'RE STILL CONCERNED ABOUT NEARLY KILLING CARNAGE...

WHEN IT CAME RIGHT DOWN TO IT, SPIDER-MAN, I JUST WASN'T STRONG ENOUGH...

...TO SINK TO HIS DEPTHS.

SO IF ANYTHING SHOULD HAPPEN TO CLOAK OR THE BLACK CAT--OR EVEN MORBIUS--NOW...



OUR PARTNERS CHOSE TO PURSUE THE CARNAGE CREW WHEN THEY KIDNAPPED VENOM, STAR...

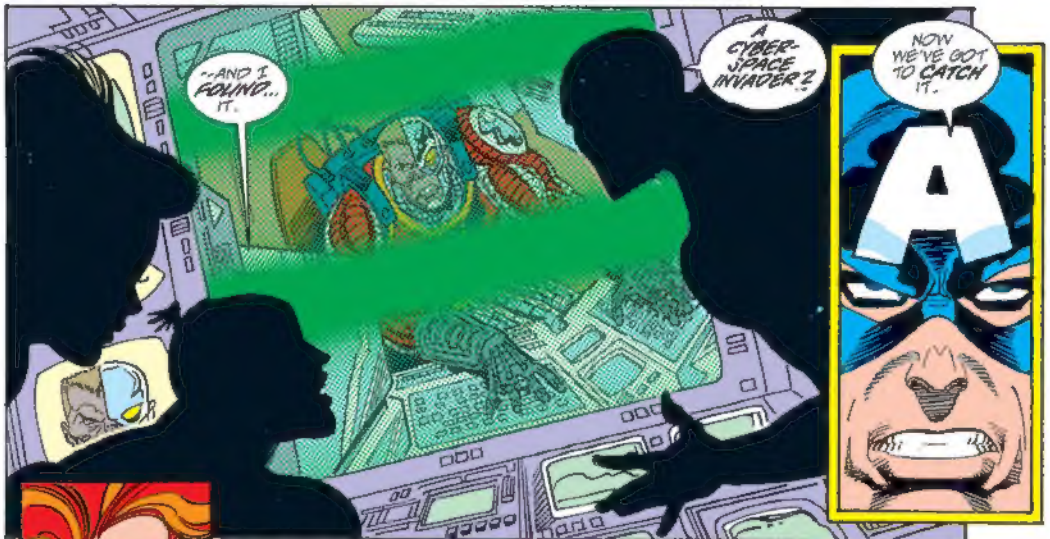
BUT I ABANDONED THEM WHEN I STOPPED TO CHECK ON YOUR CONDITION, SPIDEY, AND FOUND YOU WITH...

...HIM.

EYES FRONT, YOU TWO.

I NOTICED THAT THE SITUATION MONITORS TOOK A FRACTION OF A SECOND TOO LONG TO DISENGAGE, SO I INSTINCTIVELY RAN A SYSTEM DIAGNOSTICS PROGRAM TO LOCATE THE POWER DRAIN--

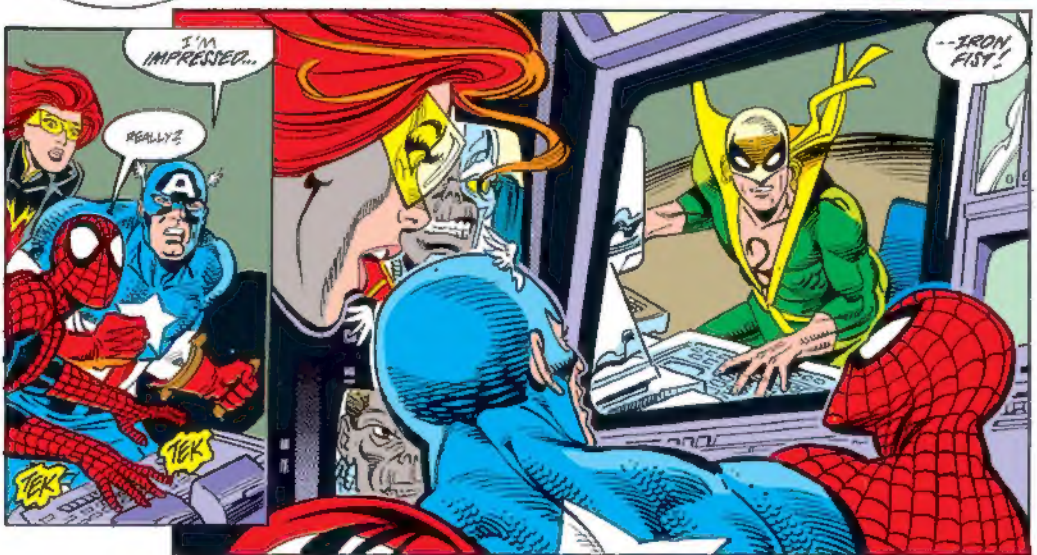
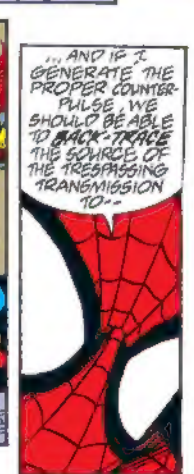
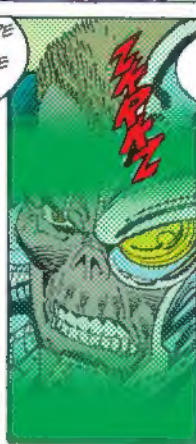




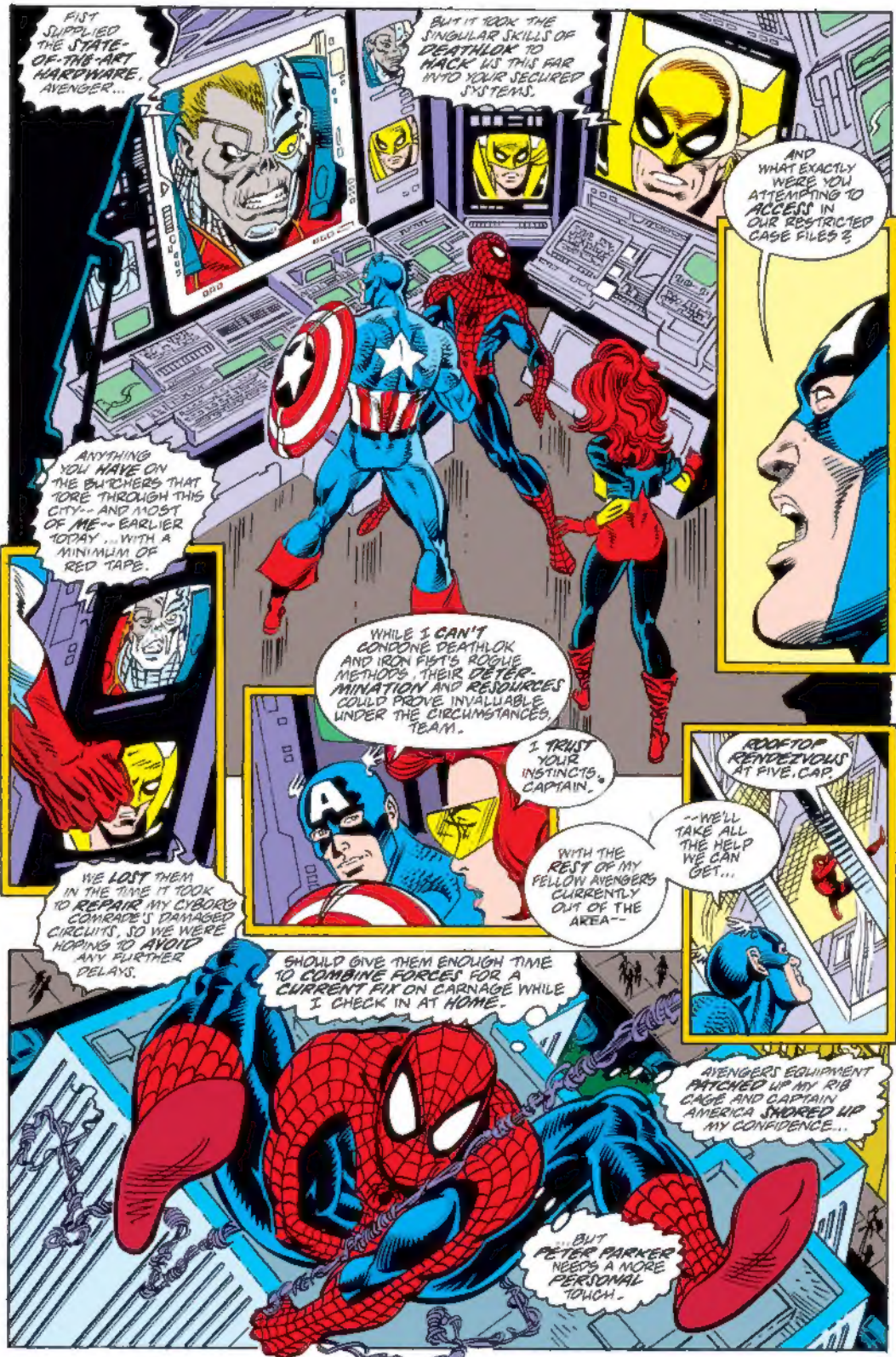
THE BUG IN THE SYSTEM'S ALREADY WORKED ITS WAY PAST YOUR AUTOMATED SAFEGUARDS, CAPTAIN...



BUT A MANUAL OVERRIDE SECURITY-LOCK WILL EFFECTIVELY TRAP THE SERIAL LINK WITHIN THE AVENGERS' FILE PROGRAM.







FIST SUPPLIED THE STATE-OF-THE-ART HARDWARE, AVENGER...

BUT IT TOOK THE SINGULAR SKILLS OF DEATHLOK TO HACK US THIS FAR INTO YOUR SECURED SYSTEMS.

AND WHAT EXACTLY WERE YOU ATTEMPTING TO ACCESS IN OUR RESTRICTED CASE FILES?

ANYTHING YOU HAVE ON THE BUTCHERS THAT TORE THROUGH THIS CITY-- AND MOST OF ME-- EARLIER TODAY... WITH A MINIMUM OF RED TAPE.

WHILE I CAN'T CONDONE DEATHLOK AND IRON FIST'S ROGUE METHODS, THEIR PETERMINATION AND RESOURCES COULD PROVE INVALUABLE UNDER THE CIRCUMSTANCES, TEAM.

I TRUST YOUR INSTINCTS, CAPTAIN.

WITH THE REST OF MY FELLOW AVENGERS CURRENTLY OUT OF THE AREA--

--WE'LL TAKE ALL THE HELP WE CAN GET...

ROOFTOP RENDEZVOUS AT FIVE, CAP.

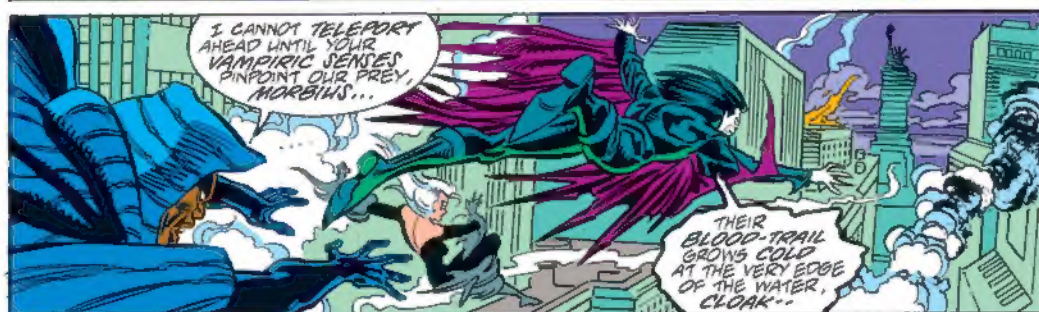
WE LOST THEM IN THE TIME IT TOOK TO REPAIR MY CYBORG COMRADE'S DAMAGED CIRCUITS, SO WE WERE HOPING TO AVOID ANY FURTHER DELAYS.

SHOULD GIVE THEM ENOUGH TIME TO COMBINE FORCES FOR A CURRENT FIX ON CARNAGE WHILE I CHECK IN AT HOME.

AVENGERS EQUIPMENT PATCHED UP MY RIB CAGE AND CAPTAIN AMERICA SHORED UP MY CONFIDENCE...

...BUT PETER PARKER NEEDS A MORE PERSONAL TOUCH.









BUT IT  
HEATS UP  
AGAIN RIGHT  
HERE AND NOW  
FREAK!

A PUMPKIN-  
BOMB FROM  
DOWNWIND...

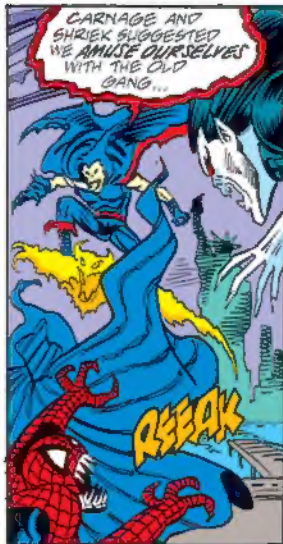
THE  
DEMOGOBLIN  
DOUBLED BACK  
AROUND  
ON US!

AND CARRION  
AND THE SPIDER-  
DOPPELGÄNGER  
ARE SWEEPING  
OUT FROM  
THE SHADOWS!

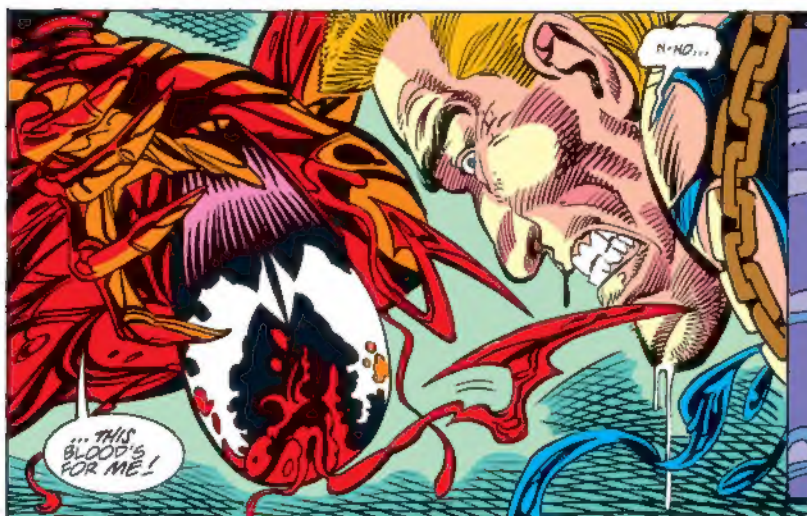
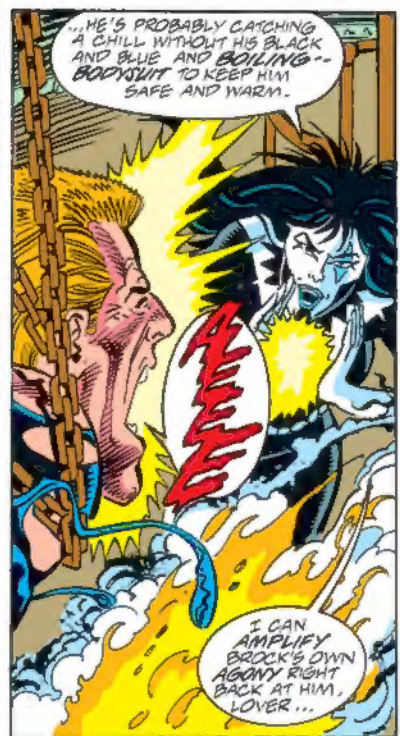
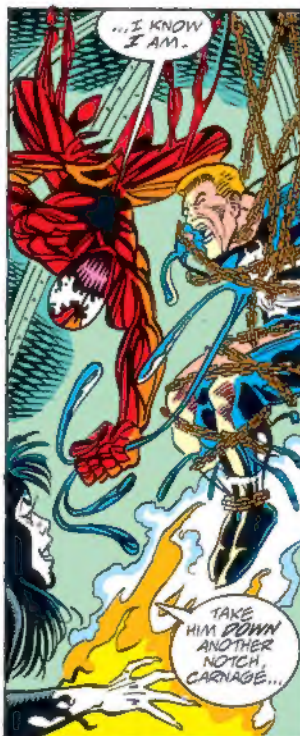
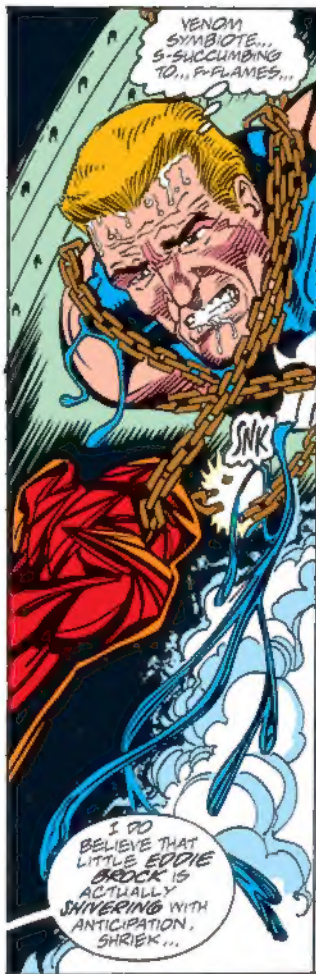
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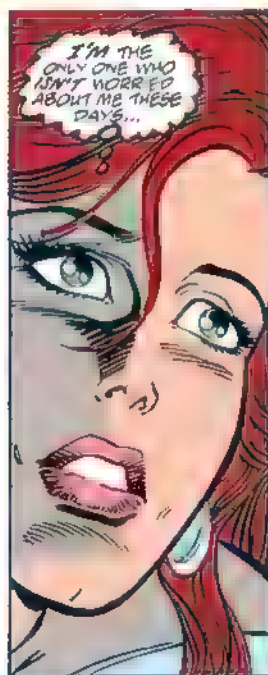
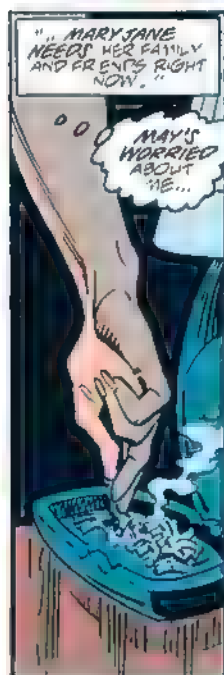




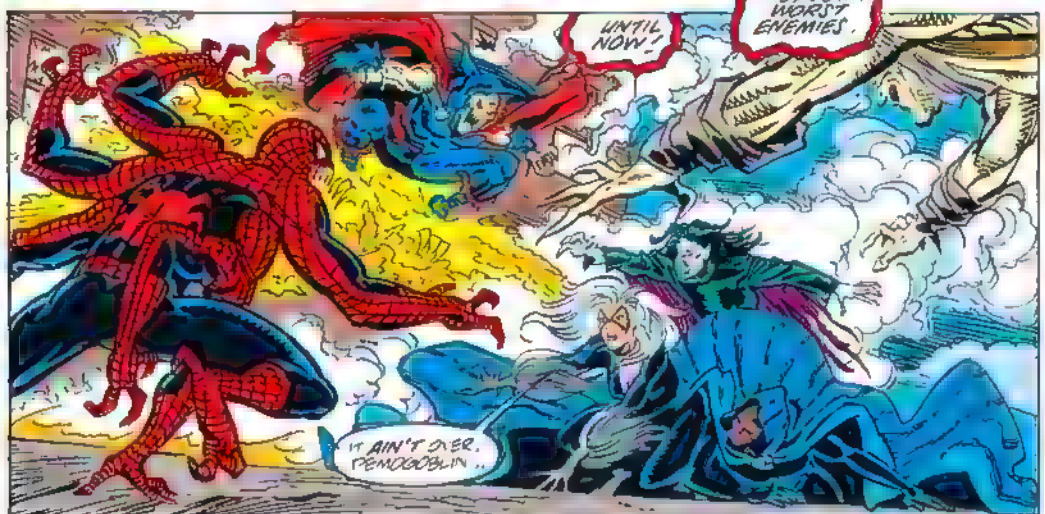
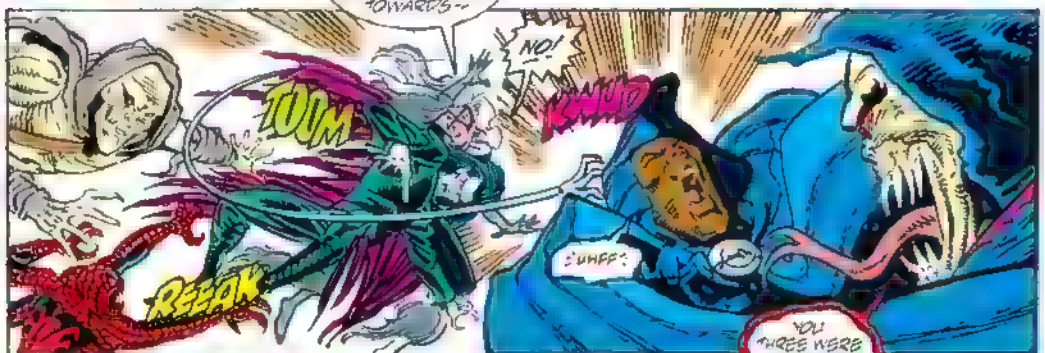
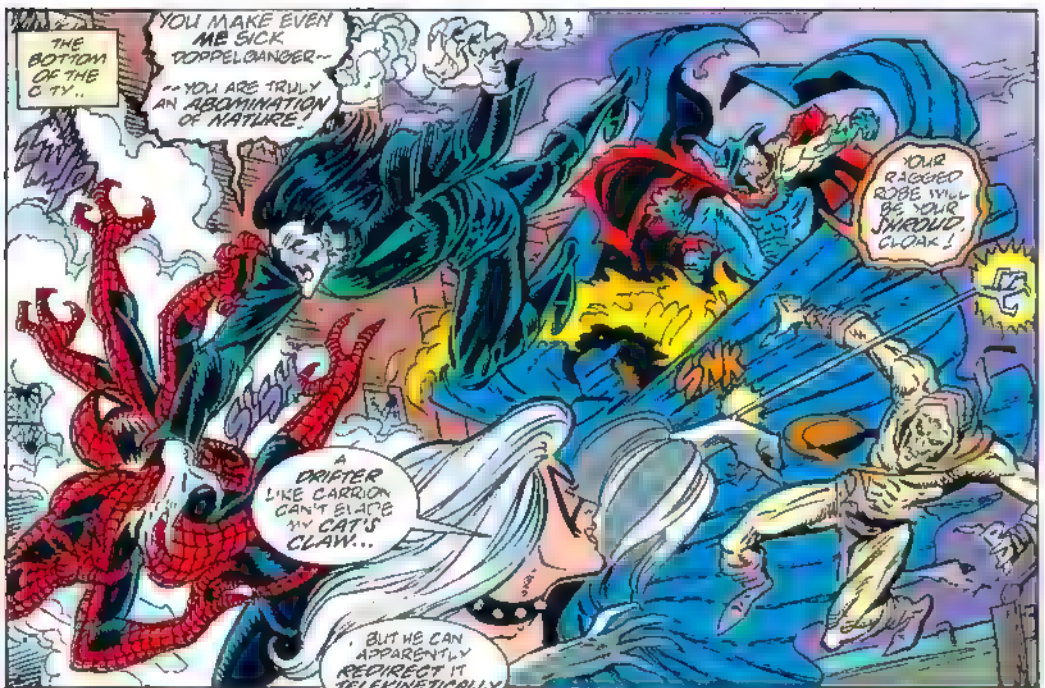




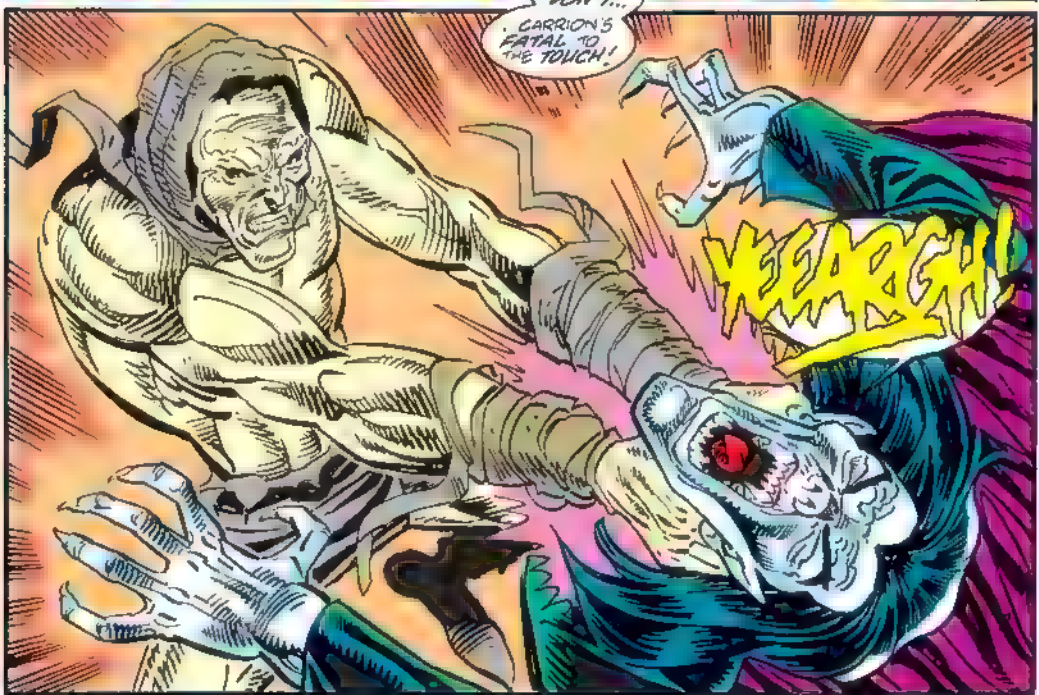
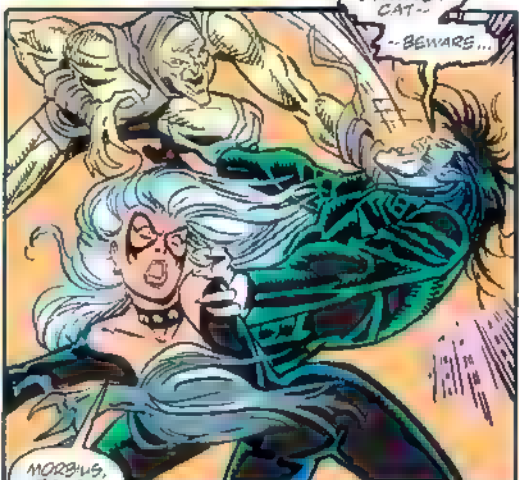
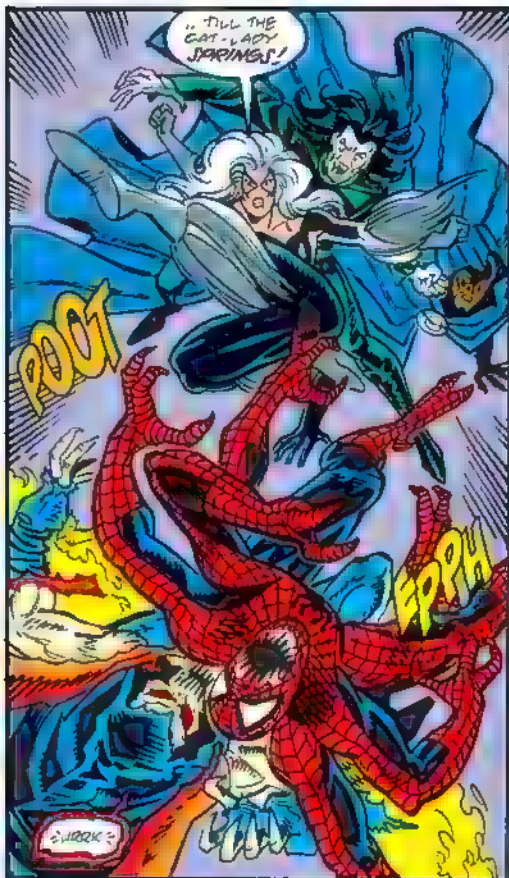




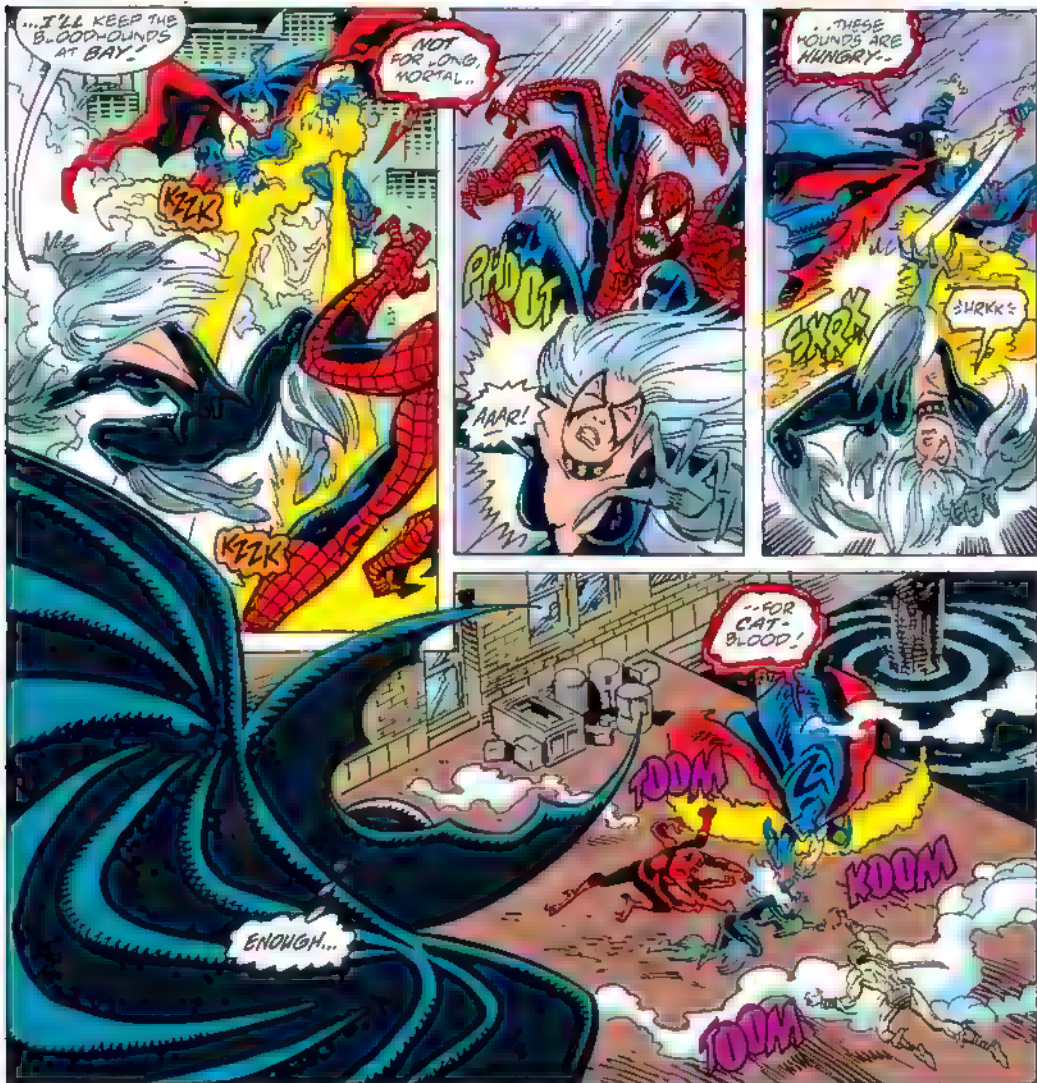
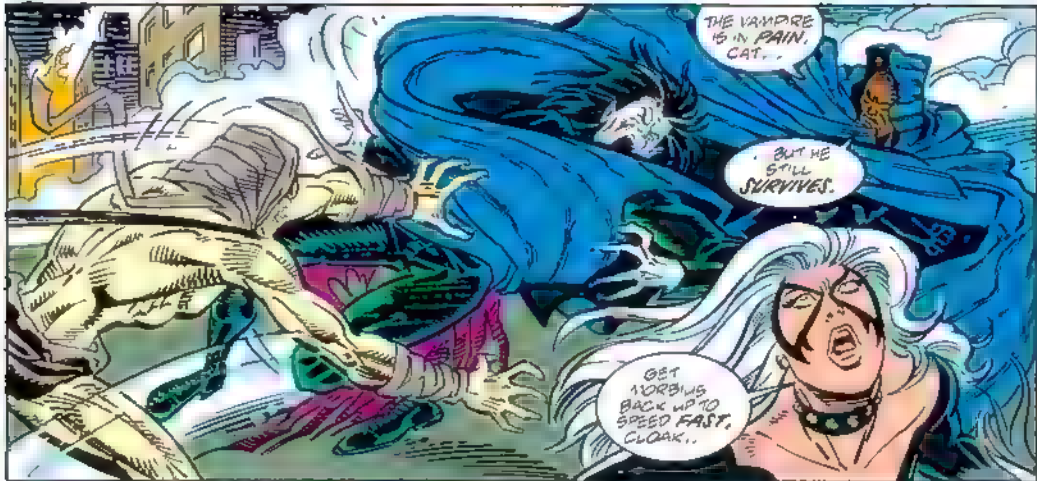




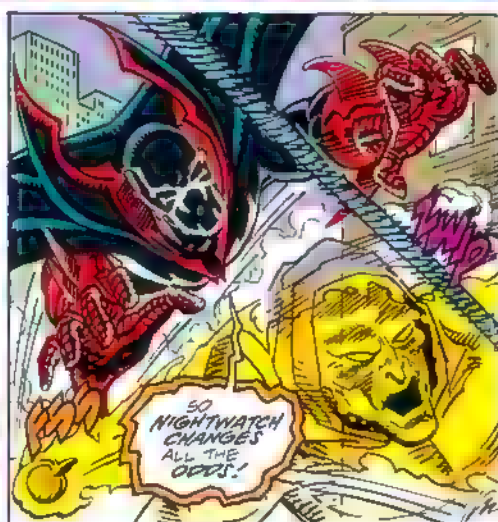
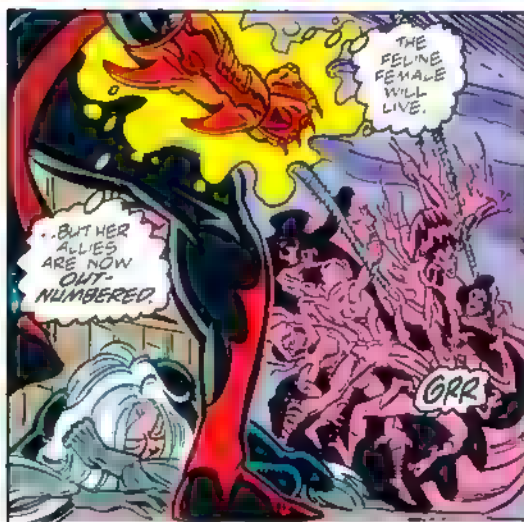
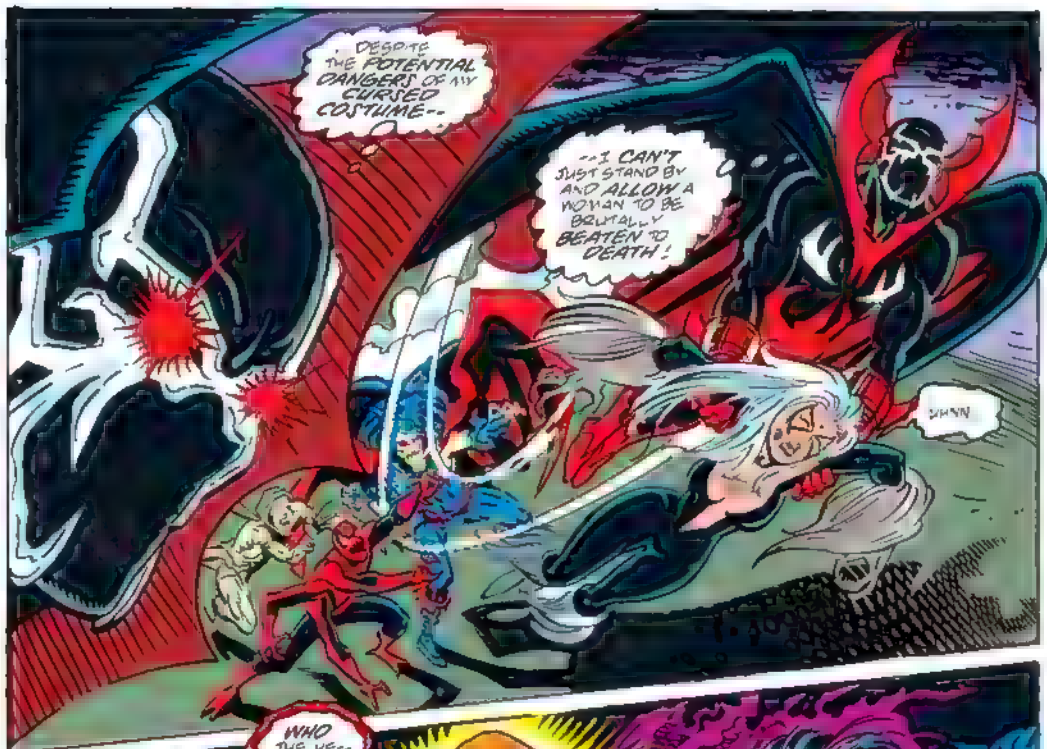




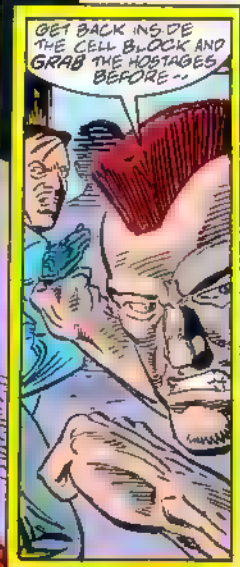
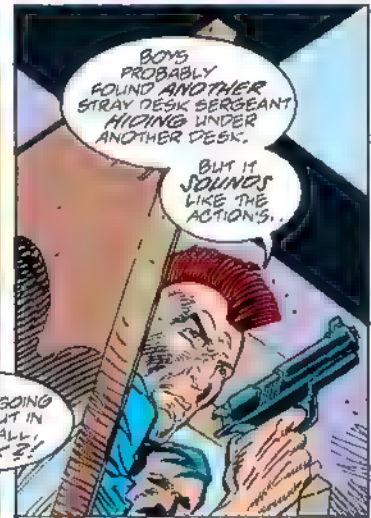
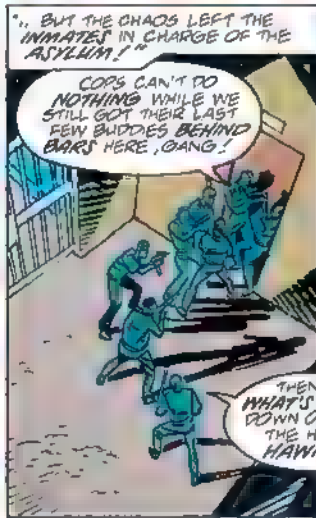
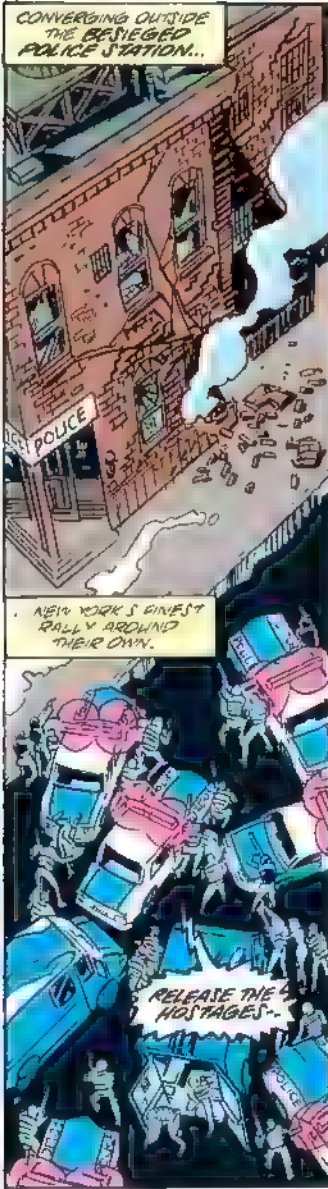




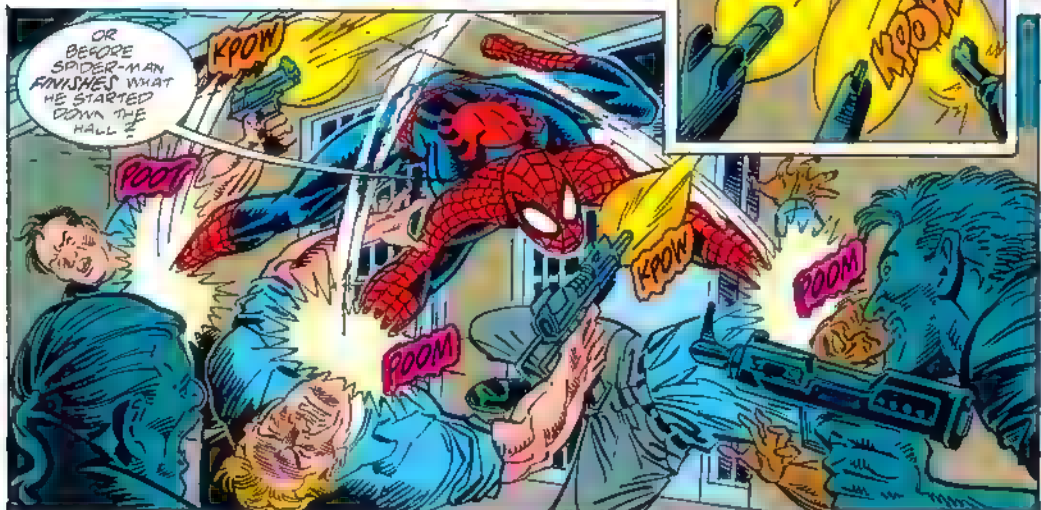
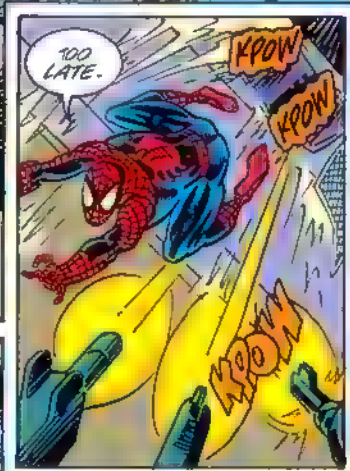




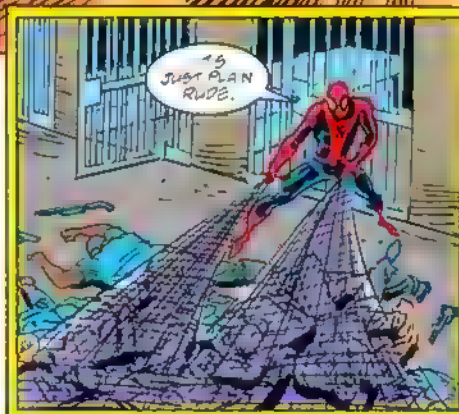
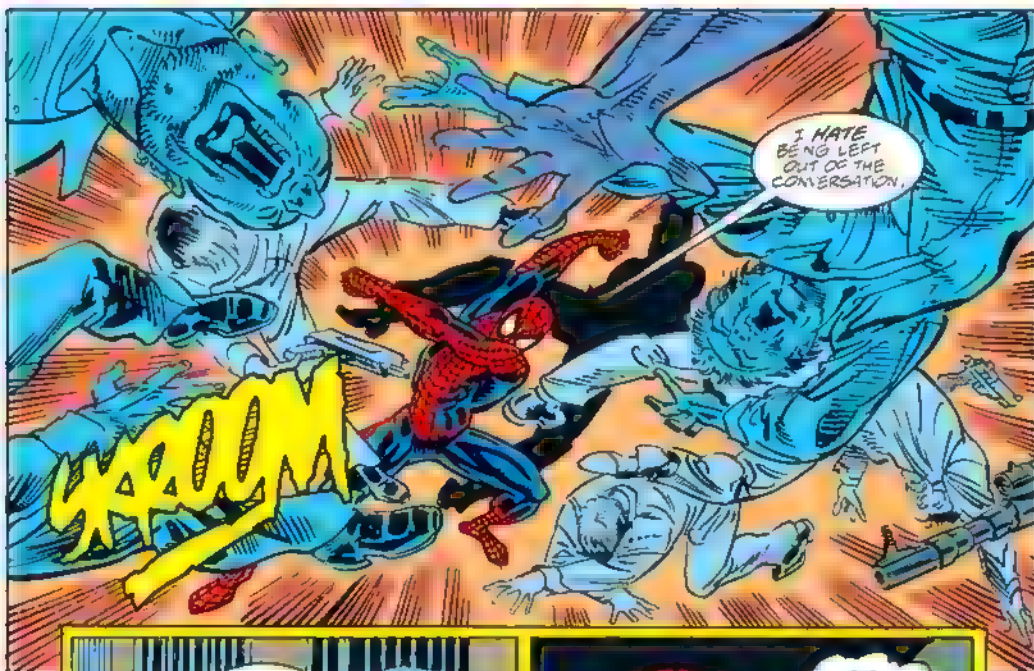
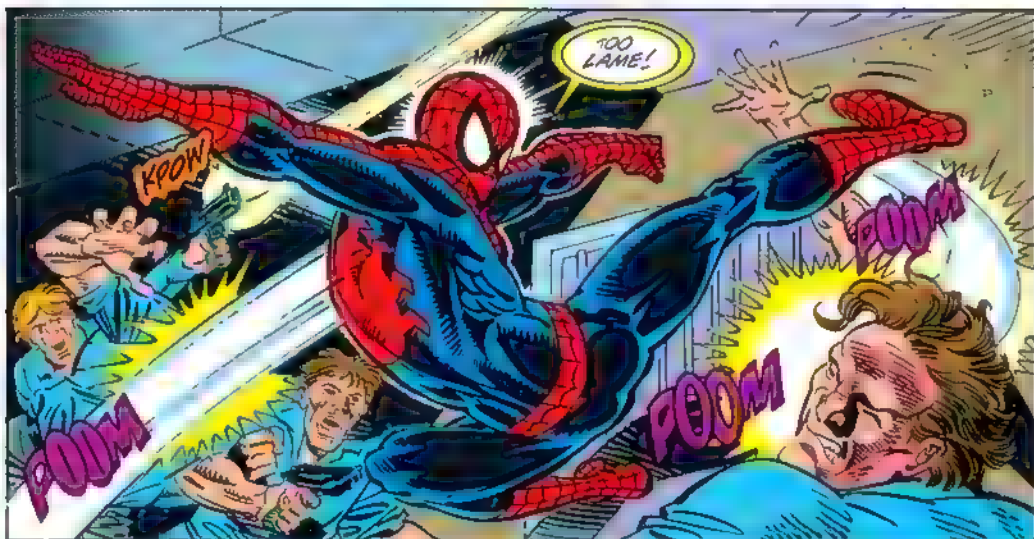




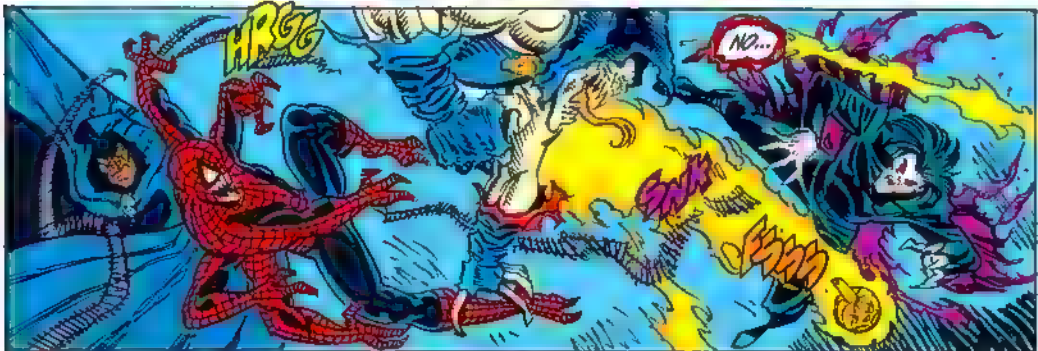
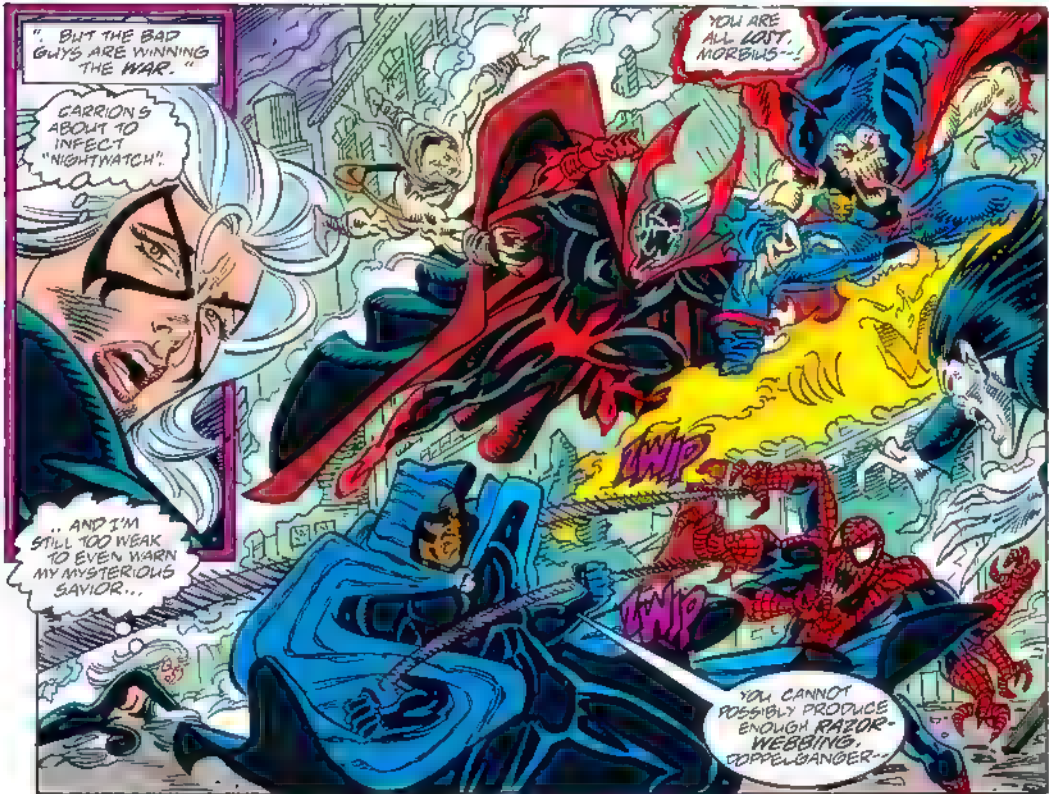




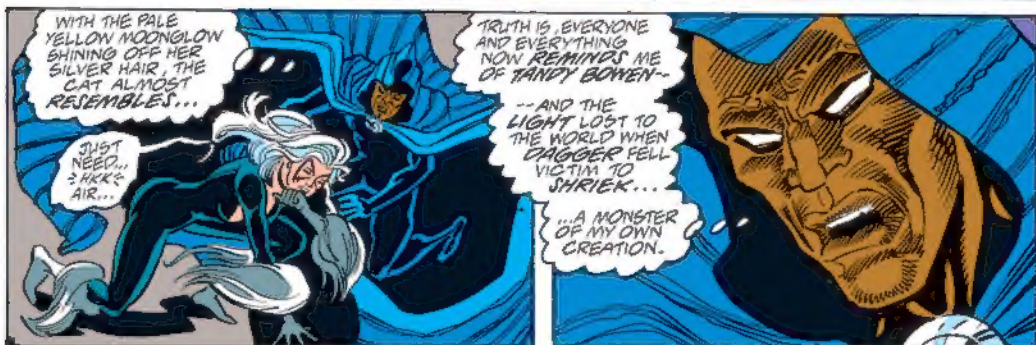
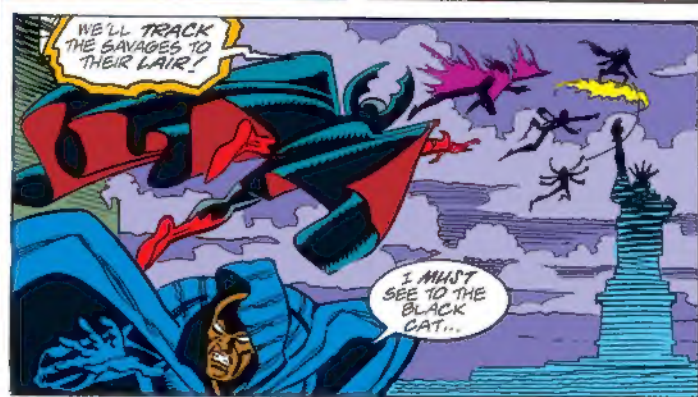
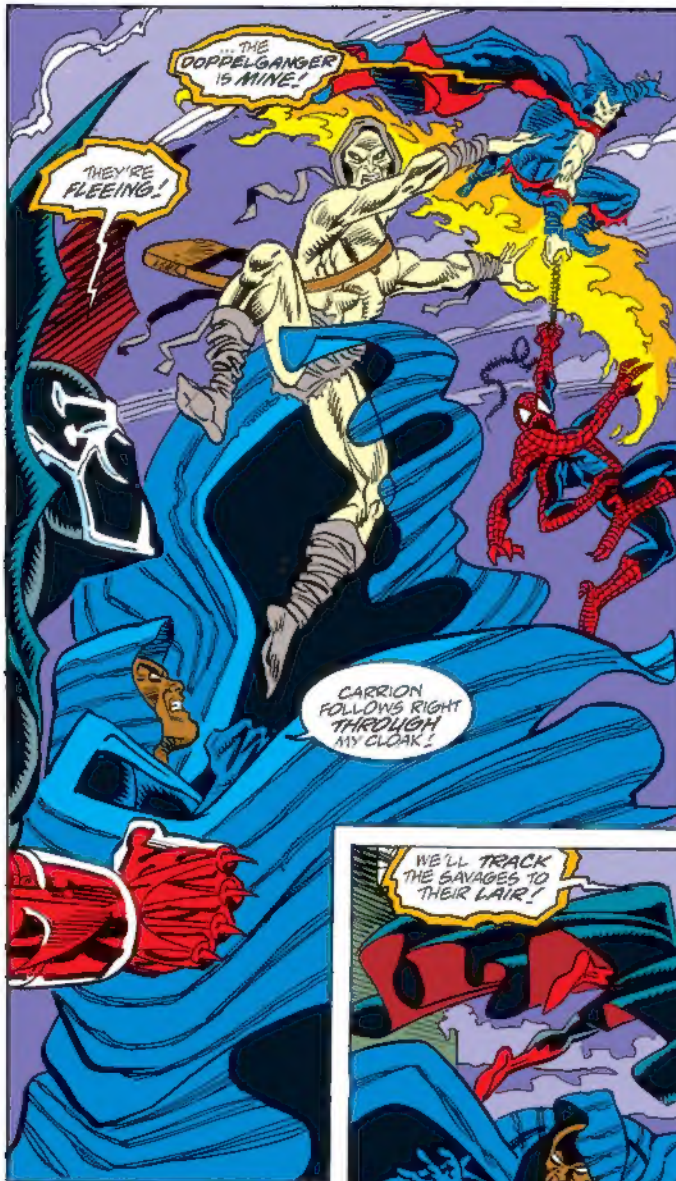




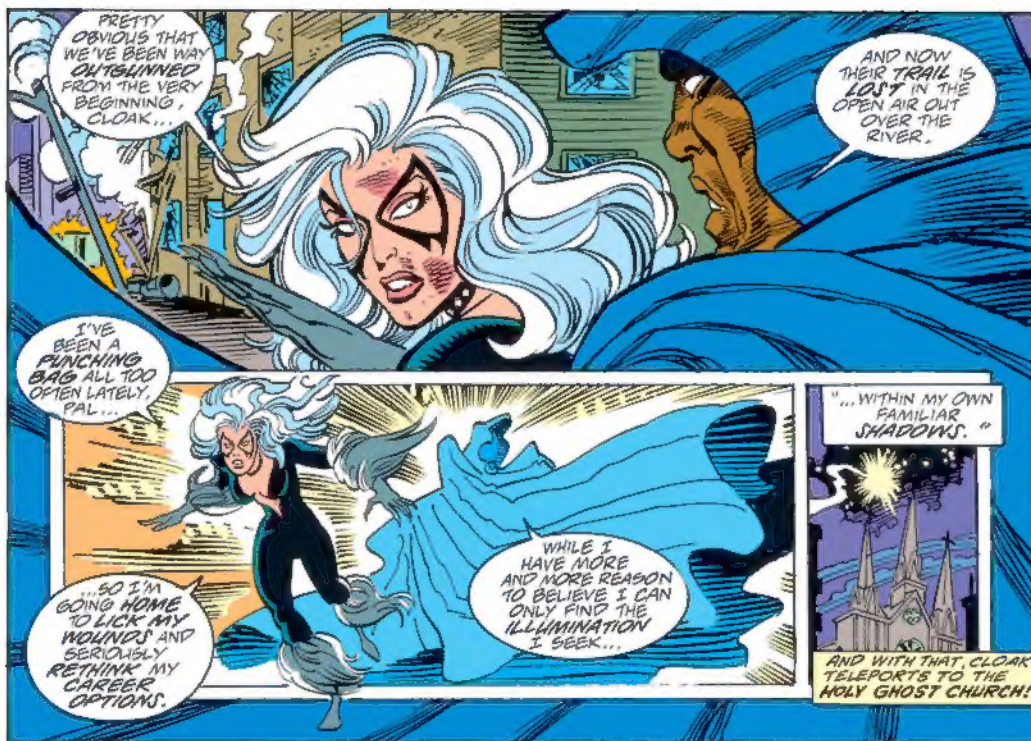




















WELL LET'S  
AKE A LOOK  
RED LINE IS  
ENCO'S BRA  
ERWHELMING  
OR LAD'S C  
HIMSEL